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Attorneys for Public Utility District No. 1 of Douglas County, Washington

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

In re: } No. 18-03197-FPC
GIGA WATT INC, a Washington
corporation, }
Debtor. }
} **CHAPTER 11**
} **DECLARATION OF KATHRYN**
R. MCKINLEY IN SUPPORT OF
LIMITED OBJECTION OF
DOUGLAS COUNTY PUD TO
TRUSTEE'S MOTION RE SALE
OF TNT FACILITY AND
ASSUMPTION AND
ASSIGNMENT OF POWER
CONTRACT

I, KATHRYN R. MCKINLEY, state as follows:

1. I am the attorney for Public Utility District No. 1 of Douglas County, Washington (the "District"), am over the age of eighteen (18), have personal knowledge of the matters contained in this Declaration, and am competent to testify.

**DECLARATION OF KATHRYN R. MCKINLEY IN SUPPORT
OF LIMITED OBJECTION TO TRUSTEE'S MOTION RE SALE
OF TNT FACILITY AND ASSUMPTION AND ASSIGNMENT
OF POWER CONTRACT- 1**

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1 2. Attached to this Declaration as Exhibit A is a true and correct copy of
2 my email correspondence with the Trustee's counsel, Pamela Egan, regarding the
3 requirements for assignment of the Interconnection and Services Agreement for the
4 TNT site (the "Power Contract").

5 3. On April 28, 2020, I participated in a telephone conference between
6 representatives of the proposed buyer of the TNT facility (the "Buyer") and
7 representatives of the District. Phillip Ng and John Belizaire represented the Buyer
8 and Gary Ivory represented the District. Also on the call was the District's General
9 Counsel, Evan McCauley. During this telephone conference, the requirements for
10 assignment of the Power Contract, as set forth below, were discussed and agreed
11 upon.

- 12 1. The entity that will be the lessee at TNT and the PUD's customer,
13 must submit a Service Order in the form of the exemplar attached.
- 14 2. Energy requirements forecast as detailed in Section 16 of the
15 Agreement.
- 16 3. Proof of lease for the facility to confirm that the lease matches the
17 Point of Delivery locations listed on Exhibit B of the existing
18 Interconnection and Services Agreement for the TNT location.
- 19 4. Deposit in the amount of 2 months projected usage as determined by
20 the PUD based on historical usage and the energy requirements
21 forecast submitted by the applicant.

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27 **DECLARATION OF KATHRYN R. MCKINLEY IN SUPPORT
OF LIMITED OBJECTION TO TRUSTEE'S MOTION RE SALE
OF TNT FACILITY AND ASSUMPTION AND ASSIGNMENT
OF POWER CONTRACT- 2**

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1 I DECLARE UNDER PENALTY OF PERJURY THAT THE
2 FOREGOING IS TRUE AND CORRECT.
3

4 Executed on May 6, 2020.
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7 /s/ Kathryn R. McKinley
Kathryn R. McKinley
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**DECLARATION OF KATHRYN R. MCKINLEY IN SUPPORT
OF LIMITED OBJECTION TO TRUSTEE'S MOTION RE SALE
OF TNT FACILITY AND ASSUMPTION AND ASSIGNMENT
OF POWER CONTRACT- 3**

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